

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

ORIGINAL
FILE
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RECEIVED

MAY 15 1992

Federal Communications Commission
Office of the Secretary

In re Applications of

GOLDEN CORNERS BROADCASTING, INC.
(hereafter "GCBI")

FISHER COMMUNICATIONS OF
CLEMSON, INC.
(hereafter "Fisher")

CLEMSON BROADCASTING, INC.
(hereafter "CBI")

For Construction Permit
for a New FM Station
on Channel 285A (104.9 MHz)
in Clemson, South Carolina

MM Docket No. 92-50

File No. BPH-901218MH

File No. BPH-901219MB

File No. BPH-901219MD

TO: The Honorable Walter C. Miller
Administrative Law Judge

JOINT REQUESTS FOR RELIEF FROM
DIVESTITURE AND INTEGRATION PLEDGES

Golden Corners Broadcasting, Inc. and Clemson Broadcasting, Inc., by counsel, pursuant to that certain Settlement Agreement and Joint Petition for approval thereof which is pending before the Presiding Officer, as shareholders in the proposed merged applicant, Three Lakes Broadcasting, Inc., hereby request that they, as individual applicants, be relieved from their divestiture and integration pledges contained in their respective applications, conditional upon grant of the Joint Petition for Approval of Settlement Agreement. In support whereof, GCBI and Clemson respectfully state as follows.

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As noted above, GCBI, Clemson, and Fisher filed a Joint Petition for Approval of Settlement Agreement on May 4, 1992, the date upon which Notices of Appearances were due in this proceeding. Under the Settlement Agreement, Fisher sought the dismissal of its application in exchange for reimbursement of its legitimate and prudent expenses and Clemson sought the dismissal of its application pursuant to the bona fide merger agreed upon by GCBI and Clemson. GCBI is filing this date a Petition to Amend its application to reflect the merged entity, Three Lakes Broadcasting, Inc. ("Three Lakes"), as applicant. Upon acceptance of all of the pending petitions relating to the settlement agreement and merger, Three Lakes will be the sole remaining applicant in this proceeding.

The Commission, in its reform of its comparative hearing processes specified that where there is a global settlement, the successful applicant will be permitted to withdraw divestiture and integration proposals, pursuant to the Ruarch policy. 6 F.C.C. Rcd. 157, 160 (1990). The amendment submitted which, upon approval, will establish the Three Lakes proposal contains a different proposal with respect to divestiture and integration than either that of GCBI or Clemson.*/

*/ GCBI had proposed full-time integration of both of its shareholders and proposed to divest its interest in WCCP(AM), Clemson, SC. Clemson had proposed full-time integration of its sole voting shareholder. Three Lakes proposes the full-time integration of the GCBI shareholders only but does not propose that GCBI will divest its interest in WCCP(AM), Clemson SC.

It is not clear to counsel for GCBI and Clemson whether the Commission intended that applicants participating in a bona fide merger for purposes of settlement of a comparative proceeding be held to integration and/or divestiture proposals made by the individual applicants prior to merger, unless a request for relief is made to the Presiding Officer. GCBI and Clemson suggest that such relief would be appropriate, as all of the Commission's criteria for granting such relief are met: (a) a global settlement; (b) timely submission of the settlement agreement for approval; and (c) a request is made before the Presiding Officer. Comparative Process Reforms, 6 F.C.C. Rcd. at 160; on recon., 6 F.C.C. Rcd. 3403, 3403 (1991).

Thus, to resolve any question on this issue, GCBI and Clemson respectfully request that the Presiding Officer grant their requests to withdraw their individual divestiture and integration pledges, respectively.

Respectfully submitted,

CLEMSON BROADCASTING, INC.

GOLDEN CORNERS BROADCASTING,
INC.

BY: Denise B. Moline
Denise B. Moline
Allen, Moline & Harold
10500 Battlevue Parkway
Suite 200, P.O. Box 2126
Manassas, VA 22110
(703) 361-2278

By: Barbara L. Waite
Barbara L. Waite
Venable, Baetjer, Howard &
Civiletti
1201 New York Avenue, N.W.
Suite 1000
Washington, D.C. 20005
(202) 962-4811

Its Counsel

Its Counsel

May 15, 1992

CERTIFICATE OF SERVICE

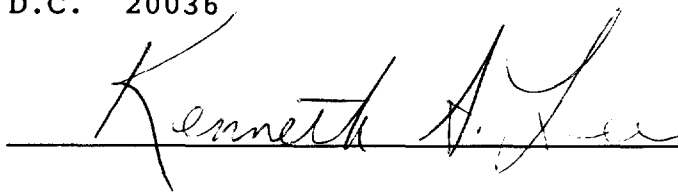
I, Kenneth A. Lee, a secretary with the law firm Venable, Baetjer, Howard & Civiletti, hereby certify that a copy of the foregoing Joint Requests for Relief from Divestiture and Integration Proposals was served by U.S. Mail on the following, this the 15th day of May, 1992.

*The Honorable Walter C. Miller
Administrative Law Judge
Federal Communications Commission
2000 L Street, N.W., Room 213
Washington, D.C. 20554

*Y. Paulette Laden
Hearing Branch
Mass Media Bureau
Federal Communications Commission
2025 M Street, N.W., Room 7212
Washington, D.C. 20554

Office of the Chief Counsel
Federal Aviation Administration
800 Independence Avenue S.W.
Washington, D.C. 20553

Mr. Gary Smithwick
Smithwick & Belendiuk, P.C.
1990 M Street, N.W.
Suite 510
Washington, D.C. 20036

A handwritten signature in cursive script, reading "Kenneth A. Lee", is written over a horizontal line.

* by hand delivery

Before the
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Federal Communications Commission
Office of the Secretary

In re Applications of)	MM Docket No. 92-50
GOLDEN CORNERS BROADCASTING, INC.)	File No. BPH-901218MH
(hereafter "GCB"))	
FISHER COMMUNICATIONS OF)	File No. BPH-901219MB
CLEMSON, INC.)	
(hereafter "Fisher"))	
CLEMSON BROADCASTING, INC.)	File No. BPH-901219MD
(hereafter "CBI"))	
For Construction Permit)	
for a New FM Station)	
on Channel 285A (104.9 MHz))	
in Clemson, South Carolina)	

TO: The Honorable Walter C. Miller
Administrative Law Judge

PETITION FOR LEAVE TO AMEND

Golden Corners Broadcasting, Inc., by counsel, pursuant to that certain Settlement Agreement and Joint Petition for approval thereof which is pending before the Presiding Officer, hereby petitions for leave to amend its application to substitute the new corporation into which GCB and Clemson have merged their proposals, conditional upon a grant of the Joint Petition for Approval of Settlement Agreement. In support whereof, GCB respectfully states as follows.

GCB respectfully submits that there is good cause for acceptance of this Petition. Amendment of its application


to substitute the new merged entity is a necessary element to effectuate the Settlement Agreement by which this comparative proceeding would be concluded. This amendment would structure the joint application under a new corporation, Three Lakes Broadcasting, Inc., in accordance with the terms of the Settlement Agreement and its attached Operating Agreement. The engineering proposal of GCBI, which remains unchanged, will be adopted by Three Rivers.

For the same reasons that the parties have argued that approval of the Settlement Agreement is in the public interest, GCBI submits that acceptance of this Petition for amendment to effectuate settlement is also in the public interest, i.e., the Commission's resources would be conserved and a first FM broadcast service to Clemson, South Carolina, would be achieved all the more quickly.

Therefore, GCBI respectfully requests that, at such time as the Presiding Officer grants the Joint Petition for Approval of Settlement Agreement, as supplemented, that this Petition also be granted.

Respectfully submitted,

GOLDEN CORNERS BROADCASTING,
INC.

By: 
Barbara L. Waite
Venable, Baetjer, Howard &
Civiletti
1201 New York Avenue, N.W.
Suite 1000
Washington, D.C. 20005
(202) 962-4811

May 15, 1992

APPLICATION FOR CONSTRUCTION PERMIT FOR COMMERCIAL BROADCAST STATION

For COMMISSION Fee Use Only	FEE NO:	For APPLICANT Fee Use Only Is a fee submitted with this application? <input type="checkbox"/> Yes <input type="checkbox"/> No If fee exempt (see 47 C.F.R. Section 1.1112), indicate reason therefor (check one box): <input type="checkbox"/> Noncommercial educational licensee <input type="checkbox"/> Governmental entity
	FEE TYPE:	
	FEE AMT:	
	ID SEQ:	FOR COMMISSION USE ONLY FILE NO.

Section I - GENERAL INFORMATION

1. Name of Applicant RECEIVED Three Lakes Broadcasting, Inc. MAY 15 1992			Send notices and communications to the following person at the address below: Name Barbara L. (Pixie) Waite Venable, Baetjer, Howard & Civiletti		
Street Address or P.O. Box P.O. Box 1560			Street Address or P.O. Box 1201 New York Ave. NW Ste. 1000		
City Clemson	State SC	ZIP Code 29633	City Washington	State DC	ZIP Code 20005
Telephone No. (Include Area Code) (803) 654-5400			Telephone No. (Include Area Code) (202) 962-4811		

2. This application is for: ☐ AM ☒ FM ☐ TV

(a) Channel No. or Frequency 285A	(b) Principal Community Clemson	City Clemson	State SC
--------------------------------------	------------------------------------	-----------------	-------------

(c) Check one of the following boxes:

☐ Application for NEW station

☐ MAJOR change in licensed facilities; call sign: _____

☐ MINOR change in licensed facilities; call sign: _____

☐ MAJOR modification of construction permit; call sign: _____

File No. of construction permit: _____

☐ MINOR modification of construction permit; call sign: _____

File No. of construction permit: _____

☒ AMENDMENT to pending application; Application file number: _____ BPH-901218MH

NOTE: It is not necessary to use this form to amend a previously filed application. Should you do so, however, please submit only Section I and those other portions of the form that contain the amended information.

3. Is this application mutually exclusive with a renewal application? ☐ Yes ☒ No

If Yes, state:

Call letters	Community of License	
	City	State

Section II - LEGAL QUALIFICATIONS

Name of Applicant

Three Lakes Broadcasting, Inc.

1. Applicant is: (check one box below)

- ☐ Individual ☐ General partnership ☒ For-profit corporation
☐ Other ☐ Limited partnership ☐ Not-for-profit corporation

2. If the applicant is an unincorporated association or a legal entity other than an individual, partnership, or corporation, describe in an Exhibit the nature of the application.

Exhibit No.
N/A

NOTE: The terms "applicant," "parties to this application," and "non-party equity owners in the applicant" are defined in the instructions for Section II of this form. Complete information as to each "party to this application" and each "non-party equity owner in the applicant" is required. If the applicant considers that to furnish complete information would pose an unreasonable burden, it may request that the Commission waive the strict terms of this requirement with appropriate justification.

3. If the applicant is not an individual, provide the date and place of filing of the applicant's enabling charter (eg, a limited partnership must identify its certificate of limited partnership and a corporation must identify its articles of incorporation by date and place of filing):

Date May 7, 1992 Place Columbia, SC

In the event there is no requirement that the enabling charter be filed with the state, the applicant shall include the enabling charter in the applicant's public inspection file. If, in the case of a partnership, the enabling charter does not include the partnership agreement itself, the applicant shall include a copy of the agreement in the applicant's public inspection file.

4. Are there any documents, instruments, contracts or understandings (written or oral), other than instruments identified in response to Question 3 above, relating to future ownership interests in the applicant, including but not limited to, insulated limited partnership shares, nonvoting stock interests, beneficial stock ownership interests, options, rights of first refusal, or debentures?

☒ Yes ☐ No

If Yes, submit as an Exhibit all such written documents, instruments, contracts, or understandings, and provide the particulars of any oral agreement.

Exhibit No.
1

5. Complete, if applicable, the following certifications: N/A

(a) Applicant certifies that no limited partner will be involved in any material respect in the management or operation of the proposed station.

☐ Yes ☐ No

If No, applicant must complete Question 6 below with respect to all limited partners actively involved in the media activities of the partnership.

(b) Does any investment company (as defined in 15 U.S.C. Section 80 a-31), insurance company, or trust department of any bank have an aggregated holding of greater than 5% but less than 10% of the outstanding votes of the applicant?

☐ Yes ☐ No

If Yes, applicant certifies that the entity holding such interest exercises no influence or control over the applicant, directly or indirectly, and has no representatives among the officers and directors of the applicant.

☐ Yes ☐ No

Section II - LEGAL QUALIFICATIONS (Page 2)

6. List the applicant, parties to the application and non-party equity owners in the applicant. Use one column for each individual or entity. Attach additional pages if necessary.

(Read carefully - The numbered items below refer to line numbers in the following table.)

1. Name and residence of the applicant and, if applicable, its officers, directors, stockholders, or partners (if other than individual also show name, address and citizenship of natural person authorized to vote the stock). List the applicant first, officers next, then directors and, thereafter, remaining stockholders and partners.
2. Citizenship.
3. Office or directorship held.
4. Number of shares or nature of partnership interests.
5. Number of votes.
6. Percentage of votes.
7. Other existing attributable interests in any broadcast station, including the nature and size of such interests.
8. All other ownership interests of 5% or more (whether or not attributable), as well as any corporate officership or directorship, in broadcast, cable, or newspaper entities in the same market or with overlapping signals in the same broadcast service, as described in 47 C.F.R. Section 73.3555 and 76.501, including the nature and size of such interests and the positions held.

1	Golden Corners Broadcasting, Inc. Lawrence Road Clemson, SC 29633	George W. Clement 140 Sutherland Road Easley, SC 29640	Faye S. Clement 140 Sutherland Road Easley, SC 29640
2	U.S. (S.C.)	U.S.	U.S.
3	N/A	President & Director	Secretary-Treasurer Director
4	501	N/A	N/A
5	501	N/A	N/A
6	51%	N/A	N/A
7	Licensee of WCCP(AM), Clemson, SC	George W. Clement Holds 51% of Golden Corners Broadcasting, Inc.	Faye S. Clement Holds 49% of Golden Corners Broadcasting, Inc.
8	N/A	N/A	N/A

Section 11 - LEGAL QUALIFICATIONS (Page 2) (Continued)

6. List the applicant, parties to the application and non-party equity owners in the applicant. Use one column for each individual or entity. Attach additional pages if necessary.

(Read carefully - The numbered items below refer to line numbers in the following table.)

1. Name and residence of the applicant and, if applicable, its officers, directors, stockholders, or partners (if other than individual also show name, address and citizenship of natural person authorized to vote the stock). List the applicant first, officers next, then directors and, thereafter, remaining stockholders and partners.
2. Citizenship.
3. Office or directorship held.
4. Number of shares or nature of partnership interests.
5. Number of votes.
6. Percentage of votes.
7. Other existing attributable interests in any broadcast station, including the nature and size of such interests.
8. All other ownership interests of 5% or more (whether or not attributable), as well as any corporate officership or directorship, in broadcast, cable, or newspaper entities in the same market or with overlapping signals in the same broadcast service, as described in 47 C.F.R. Section 73.3555 and 76.501, including the nature and size of such interests and the positions held.

1.	Cheryl M. Lee 510 Bentbrook Lane Clemson, SC 29631	Becky Jo Clark 114 East Brookwood Dr. Clemson, SC 29631	
2.	U.S.	U.S.	
3.	Director	Director	
4.	249½	249½	
5.	249½	249½	
6.	24½ %	24½ %	
7.	None	None	
8.	N/A	N/A	

Section 11 - LEGAL QUALIFICATIONS (Page 4)

CITIZENSHIP AND OTHER STATUTORY REQUIREMENTS

11. (a) Is the applicant in violation of the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments? (See Instruction C to Section 11.)

☐ Yes ☒ No

(b) Will any funds, credits or other financial assistance for the construction, purchase or operation of the station(s) be provided by aliens, foreign entities, domestic entities controlled by aliens, or their agents?

☐ Yes ☒ No

If the answer to (b) above is Yes, attach an Exhibit giving full disclosure concerning this assistance.

Exhibit No.
N/A

12. (a) Has an adverse finding been made or an adverse final action been taken by any court or administrative body as to the applicant, any party to this application, or any non-party equity owner in the applicant in a civil or criminal proceeding brought under the provisions of any law related to the following:

Any felony; broadcast related antitrust or unfair competition; criminal fraud or fraud before another governmental unit; or discrimination?

☐ Yes ☒ No

(b) Is there now pending in any court or administrative body any proceeding involving any of the matters referred to in (a) above?

☐ Yes ☒ No

If the answer to (a) and/or (b) above is Yes, attach an Exhibit giving full disclosure concerning persons and matters involved, including an identification of the court or administrative body and the proceeding (by dates and file numbers), a statement of the facts upon which the proceeding is or was based or the nature of the offense alleged or committed, and a description of the current status or disposition of the matter.

Exhibit No.
N/A

Section II - LEGAL QUALIFICATIONS (Page 3)

7. Does the applicant, any party to the application or any non-party equity owner in the applicant have, or have they had, any interest in:

(a) a broadcast station, or pending broadcast station application before the Commission?

☒ Yes ☐ No

(b) a broadcast application which has been dismissed with prejudice by the Commission?

☐ Yes ☒ No

(c) a broadcast application which has been denied by the Commission?

☐ Yes ☒ No

(d) a broadcast station, the license of which has been revoked?

☐ Yes ☒ No

(e) a broadcast application in any pending or concluded Commission proceeding which left unresolved character issues against the applicant?

☐ Yes ☒ No

If the answer to any of the questions in (a)-(e) above is Yes, state in an Exhibit the following information:

Exhibit No.
2

(1) Name of party having interest;

(2) Nature of interest or connection, giving dates;

(3) Call letters of stations or file number of application or docket; and

(4) Location.

8. (a) Are any of the parties to the application or non-party equity owners in the applicant related (as husband, wife, father, mother, brother, sister, son or daughter) to each other?

☒ Yes ☐ No

(b) Does any member of the immediate family (i.e., husband, wife, father, mother, brother, sister, son or daughter) of any party to the application or non-party equity owner in the applicant have any interest in or connection with any other broadcast station, pending broadcast application or newspaper in the same area (see Section 73.3555(c)) or, in the case of a television station applicant only, a cable television system in the same area (see Section 76.501(a))?

☐ Yes ☒ No

If the answer to (a) or (b) above is Yes, attach an Exhibit giving full disclosure concerning the persons involved, their relationship, the nature and extent of such interest or connection, the file number of such application, and the location of such station or proposed station.

Exhibit No.
2

9. State in an Exhibit any interest the applicant or any party to this application proposes to divest in the event of a grant of this application.

Exhibit No.
N/A

OTHER MASS MEDIA INTERESTS

10. (a) Do individuals or entities holding nonattributable interests of 5% or more in the applicant have an attributable ownership interest or corporate officership or directorship in a broadcast station, newspaper or CATV system in the same area? (See Instruction 8 to Section 11.)

☐ Yes ☒ No

(b) Does any member of the immediate family (i.e., husband, wife, father, mother, brother, sister, son or daughter) of an individual holding a nonattributable interest of 5% or more in the applicant have any interest in or connection with any other broadcast station, pending broadcast application, newspaper in the same area (see Section 73.3555(c)), or, in the case of a television station applicant only, a cable television system in the same area (see Section 76.501(a))?

☐ Yes ☒ No

If the answer to (a) and/or (b) above is Yes, attach an Exhibit giving a full disclosure concerning the persons involved, their relationship, the nature and extent of such interest or connection, the file number of such application, and the location of such station or proposed station.

Exhibit No.
N/A

SECTION III - FINANCIAL QUALIFICATIONS

NOTE: If this application is for a change in an operating facility do not fill out this section.

1. The applicant certifies that sufficient net liquid assets are on hand or that sufficient funds are available from committed sources to construct and operate the requested facilities for three months without revenue. ☒ Yes ☐ No
2. State the total funds you estimate are necessary to construct and operate the requested facility for three months without revenue. \$ 125,000
3. Identify each source of funds, including the name, address, and telephone number of the source (and a contact person if the source is an entity), the relationship (if any) of the source to the applicant, and the amount of funds to be supplied by each source.

Source of Funds (Name and Address)	Telephone Number	Relationship	Amount
George W. Clement 140 Sutherland Road Easley, SC 29640	803/654-1560	President; 51% owner of 51% stock- holder, Golden Corners Broadcasting, Inc.	\$63,750
Cheryl M. Lee 510 Bentbrook Lane Clemson, SC 29631	803/654-4283	24½% stock- holder	\$30,625
Becky Jo Clark 114 East Brookwood Dr. Clemson, SC 29631	803/654-7172	24½% stock- holder	\$30,625

Section IV-A - PROGRAM SERVICE STATEMENT

Attach as an Exhibit, a brief description, in narrative form, of the planned programming service relating to the issues of public concern facing the proposed service area.

Exhibit No. 3

Section IV-B - INTEGRATION STATEMENT

Attach as an Exhibit the information required in 1. and 2. below.

Exhibit No. 4

1. List each principal of the applicant who, in the event of a grant of the application on a comparative basis proposes to participate in the management of the proposed facility and, with respect to each such principal, state whether he or she will work full-time (minimum 40 hours per week) or part-time (minimum 20 hours per week) and briefly describe the proposed position and duties.
2. State with respect to each principal identified in response to Item 1. above, whether the applicant will claim qualitative credit for any of the following enhancement factors:
 - (a) Minority Status
 - (b) Past Local Residence
If Yes, specify whether in the community of license or service area and the corresponding dates.
 - (c) Female Status
 - (d) Broadcast Experience
If Yes, list each employer and position and corresponding dates.
 - (e) Daytime Preference

SECTION VI - EQUAL EMPLOYMENT OPPORTUNITY PROGRAM

1. Does the applicant propose to employ five or more full-time employees?

☐ Yes ☒ No

If Yes, the applicant must include an EEO program called for in the separate Broadcast Equal Employment Opportunity Program Report (FCC 896-A).

SECTION VII - CERTIFICATIONS

1. Has or will the applicant comply with the public notice requirement of 47 C.F.R. Section 73.3580?

☒ Yes ☐ No

2. Has the applicant reasonable assurance, in good faith, that the site or structure proposed in Section V of this form, as the location of its transmitting antenna, will be available to the applicant for the applicant's intended purpose?

☒ Yes ☐ No

Exhibit No.
N/A

If No, attach as an Exhibit, a full explanation.

3. If reasonable assurance is not based on applicant's ownership of the proposed site or structure, applicant certifies that it has obtained such reasonable assurance by contacting the owner or person possessing control of the site or structure.

Name of Person Contacted Teasley Harper

Telephone No. *(include area code)* 803/261-6464

Person contacted: *(check one box below)*

☒ Owner ☐ Owner's Agent ☐ Other *(specify)*

The APPLICANT hereby waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. *(See Section 304 of the Communications Act of 1934, as amended.)*

The APPLICANT acknowledges that all the statements made in this application and attached exhibits are considered material representations, and that all exhibits are a material part hereof and incorporated herein.

The APPLICANT represents that this application is not filed for the purpose of impeding, obstructing, or delaying determination on any other application with which it may be in conflict.

In accordance with 47 C.F.R. Section 1.65, the APPLICANT has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in information furnished.

SECTION VII - CERTIFICATION (Page 5)

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT.
U.S. CODE, TITLE 18, SECTION 1001.

I certify that the statements in this application are true and correct to the best of my knowledge and belief, and are made in good faith.

Name of Applicant Three Lakes Broadcasting, Inc.	Signature <i>George W. Hunt</i>
Date 5-14-92	Title President

FCC NOTICE TO INDIVIDUALS REQUIRED BY THE PRIVACY ACT
AND THE PAPERWORK REDUCTION ACT

The solicitation of personal information requested in this application is authorized by the Communications Act of 1934, as amended. The principal purpose for which the information will be used is to determine if the benefit requested is consistent with the public interest. The staff, consisting variously of attorneys, analysts, engineers and applications examiners, will use the information to determine whether the application should be granted, denied, dismissed, or designated for hearing. If all the information is not provided, the application may be returned without action having been taken upon it or its processing may be delayed while a request is made to provide the missing information. Accordingly, every effort should be made to provide all necessary information. Your response is required to obtain the requested authority.

Public reporting burden for this collection of information is estimated to vary from 71 hours 45 minutes to 301 hours 30 minutes with an average of 118 hours 28 minutes per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden, can be sent to the Federal Communications Commission, Office of Managing Director, Washington, D.C. 20554, and to the Office of Management and Budget, Paperwork Reduction Project (3060-0027), Washington, D.C. 20503.

THE FOREGOING NOTICE IS REQUIRED BY THE PRIVACY ACT OF 1974, P.L. 93-579, DECEMBER 31, 1974, 5 U.S.C. 552a(e)(3), AND THE PAPERWORK REDUCTION ACT OF 1980, P.L. 96-511, DECEMBER 11, 1980, 44 U.S.C. 3507.

Three Lakes
Broadcasting, Inc.
FCC Form 301
Amendment 5/12/92

EXHIBIT 1

Settlement Agreement With Operating Agreement

By-Laws of Three Lakes Broadcasting, Inc.

SETTLEMENT AGREEMENT

This Settlement Agreement is entered into by and among Golden Corners Broadcasting, Inc. (hereinafter "Golden"), Clemson Broadcasting, Inc. (hereinafter "Clemson"), and Fisher Communications of Clemson, Inc. (hereinafter "Fisher"), who are collectively referred to hereinafter as "Parties" as of this 15th day of May, 1992.

WITNESSETH

WHEREAS, each of the Parties has filed an application with the Federal Communications Commission (hereinafter "FCC") for a construction permit for a new FM station on Channel 285A at Clemson, South Carolina (hereinafter the "Station");

WHEREAS, the applications are mutually exclusive;

WHEREAS, absent giving full effect to this Settlement Agreement an adjudicatory hearing before an Administrative Law Judge of the FCC would be necessary for selection among the Parties for an award of the construction permit;

WHEREAS, effectuation of the provisions of this Settlement Agreement will resolve the mutual exclusivity among the Parties and will result in the provision of additional aural broadcast service to Clemson, South Carolina and its environs sooner than would otherwise would occur and would therefore be in the public interest;

WHEREAS, Clemson and Golden are willing to merge into a new entity to be known as Three Lakes Broadcasting, Inc. and to substitute Three Lakes Broadcasting, Inc. for Golden as the

surviving applicant, who will prosecute Golden's application for the Station before the FCC, and will cause Three Lakes Broadcasting, Inc. to reimburse Fisher for its application costs;

WHEREAS, Fisher is willing to dismiss its application in return for reimbursement of its costs in expenses in its pursuit of a construction permit for Clemson, South Carolina;

NOW, THEREFORE, in consideration of the mutual covenants and obligations contained herein, and subject to Section 73.3525 of the FCC's rules, 47 C.F.R. Section 73.3525, the parties hereto hereby agree as follows:

1. Joint Request for Approval of Settlement. On or before May 4, 1992, the Parties will file with the FCC a Joint Request for Approval of Settlement Agreement, seeking approval of this Settlement Agreement, approval of an Amendment substituting Three Lakes Broadcasting, Inc. for Golden, and dismissal of the applications of Fisher and Clemson. The Joint Request shall be prepared by counsel for Golden.

2. Merger of Golden and Clemson into a New Corporation. Golden and Clemson hereby agree to form a new Corporation to be named Three Lakes Broadcasting, Inc. ("the Corporation"), as specified in the Operating Agreement attached hereto, the organizational costs of which will be shared proportionately by Golden and Clemson.

3. Substitution of the Merged Entity. Golden and Clemson shall seek joint approval for the substitution of the Corporation in place of Golden as the sole remaining applicant for the Station,

and will cause the Corporation to prosecute the substituted application for the Station, and, upon grant of a construction permit, to construct and operate the Station in accordance with the rules and regulations of the FCC.

4. Payment to Fisher. Clemson and Golden or the Corporation as their successor in interest shall pay to Fisher the sum of Ten Thousand One Hundred Seventeen Dollars and 47/100, (\$10,117.47) which sum is the total of Fisher's costs and expenses in connection Fisher's pursuit of an FM Station at Clemson, South Carolina, (exclusive of the Hearing Fee, a refund of which Fisher will seek from the Commission if this Settlement Agreement is approved) as set forth in the itemization attached hereto. The payment to Fisher shall be borne by Golden and Clemson, and/or the principals of the Corporation in proportion to their pro-rata share of their respective interests or proposed interests in the Corporation. Within 20 days of the execution of this Agreement, Golden and Clemson and/or the principals of the Corporation shall place their respective pro-rata shares of the payment to Fisher in escrow with their respective attorneys, which sums shall be paid to Fisher within 5 days of final Commission approval of this Settlement Agreement, dismissal of Fisher's application and grant of the Corporation's application for Clemson, South Carolina. For purposes of this Agreement, the Commission's decision shall become "final" when it is no longer subject to review or reconsideration by the FCC or any court having jurisdiction over an appeal from a decision or order of the FCC.

5. Dismissal of Clemson's Application. Clemson shall request the dismissal with prejudice of its application for the Station, and shall request a refund of its Hearing Fee.

6. Dismissal of Fisher's Application. Fisher shall request the dismissal with prejudice of its application for the Station, and shall request a refund of its Hearing Fee.

7. FCC Approval. The provisions of this Settlement Agreement are subject to final approval by the FCC. The "FCC," for purposes of this Settlement Agreement, includes the Federal Communications Commission and any of its officials acting pursuant to delegated authority. The parties hereto agree to file with the FCC all such documents, agreements, and other writings as may be required by the FCC in connection with the Joint Request. The parties also agree to take such other and further action as may be reasonably required to carry out the purpose, terms and conditions of this Settlement Agreement, and no party will take any action inconsistent with its obligations under this Settlement Agreement or which could hinder or delay the processing of the Joint Request, or the consummation of the transaction contemplated by this Settlement Agreement.

8. Termination of Rights.

In the event that the FCC's action approving this Agreement is delayed, or if any FCC action granting approval of this Agreement does not become final, then this Settlement Agreement may be terminated by any of the parties hereto with ten days' notice on or after November 4, 1992 ("Termination Date"), and

the parties will be restored to their respective rights, status quo ante, and may resume full prosecution of their applications.

9. Notices. All notices required to be sent pursuant to this Agreement shall be sent to the following:

If to Golden Corners: George Clement, President
Golden Corners Broadcasting, Inc.
c/o WCCP (AM)
Lawrence Road
Clemson, SC 29633

With Copy to: Barbara L. Waite, Esq.
Venable, Baetjer, Howard & Civiletti
1201 New York Avenue, N.W.
Suite 1000
Washington, D.C. 20005

If to Clemson: Ms. Cheryl M. Lee
510 Bentbrook Lane
Clemson, SC 29631

With Copy to: Denise B. Moline, Esq.
Allen, Moline & Harold
P.O. Box 2126
Manassas, VA 22110

If to Fisher: Ms. Joanne Fisher
Fisher Communications
of Clemson, Inc.
4 Baker Street
Dover, NH 03820

With Copy to: Gary S. Smithwick, Esq.
Smithwick & Belendiuk, P.C.
1990 M Street, N.W., #510
Washington, D.C. 20036

10. Governing Law. This Settlement Agreement shall be governed, construed, and enforced in accordance with the laws of the State of South Carolina.

11. Assignment of Rights and Duties. None of the Parties hereto may assign this Settlement Agreement without prior written consent of each of the other Parties hereto.

12. Binding Effect. This Settlement Agreement shall be binding upon and shall inure to the benefit of the parties, their heirs, successors and assigns.

13. Entire Agreement. This Settlement Agreement represents the entire agreement and understanding among the Parties and supersedes any prior negotiations or agreements between or among any of them with respect to the subject matter hereof. This Settlement Agreement cannot be amended, supplemented or modified except by an agreement in writing which makes specific reference to this Settlement Agreement and which is signed by all of the other Parties.

14. Counterpart Signatures. This Settlement Agreement may be signed in any number of counterparts with the same effect as if the signature on each such counterpart were upon the same instrument. The date of this Settlement Agreement shall be deemed to be the last date of signature by a party hereto.

15. Authority. Each Party hereby represents and warrants that it has full power and authority to enter into and to perform in accordance with the terms provisions and conditions of the Settlement Agreement and that the respective individual signing on its behalf has been fully authorized and empowered to execute and deliver this Settlement Agreement.

IN WITNESS WHEREOF, this Settlement Agreement has been executed by and on behalf of each of the Parties as shown herein below.

GOLDEN CORNERS BROADCASTING, INC.

5-1-92
Date

BY: [Signature]
Title: President

CLEMSON BROADCASTING, INC.

Date

By: _____
Cheryl M. Lee, President

FISHER COMMUNICATIONS OF CLEMSON,
INC.

Date

By: _____
Joanne Fisher, President

IN WITNESS WHEREOF, this Settlement Agreement has been executed by and on behalf of each of the Parties as shown herein below.

GOLDEN CORNERS BROADCASTING, INC.

Date

By: _____
Title: _____

CLEMSON BROADCASTING, INC.

5-1-92
Date

By: Cheryl M. Lee
Cheryl M. Lee, President

FISHER COMMUNICATIONS OF CLEMSON,
INC.

Date

By: _____
Joanne Fisher, President